AMENDMENT OF SOLICITATI	ON/MODIFICATI	ON OF CON	TRACT	1. Contract I		Page 1 Of 8				
2. Amendment/Modification No.	3. Effective Date	4. Requisition/Pu	ırchase Req N			(If applicable)				
P00021	2007MAY31	SEE S	CHEDULE							
6. Issued By	Code W56HZV	7. Administered		han Item 6)		Code S0507A				
U.S. ARMY TACOM LCMC AMSTA-AQ-AHLA LINDA BALLARD (586)574-8388 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL WEAPON SYSTEM: WPN SYS: MM		P.O. BOX 2 700 EAST F	ROTH ROAD, 1 MP CA 952	BLDG 330 31-0232						
EMAIL: BALLARDL@TACOM.ARMY.MIL				PAS NONE		PT HQ0339				
8. Name And Address Of Contractor (No., Stre	et, City, County, State and	l Zip Code)		9A. Amendmei	nt Of Solicitatio	n No.				
BAE SYSTEMS LAND & ARMAMENTS INC GROUND SYSTEMS 2890 DE LA CRUZ BLVD SANTA CLARA, CA 95050-2619			X	9B. Dated (See	ion Of Contrac	t/Order No.				
TYPE BUSINESS: Large Business Perfo	rming in U.S.		<u> </u>	10B. Dated (Se						
Code 80212 Facility Code				2006DEC20	e item 13)					
	HIS ITEM ONLY APPLI	ES TO AMENDM	ENTS OF SO	LICITATION	S					
The above numbered solicitation is amend is extended, is not extended. Offers must acknowledge receipt of this ame (a) By completing items 8 and 15, and return offer submitted; or (c) By separate letter or ACKNOWLEDGMENT TO BE RECEIVED SPECIFIED MAY RESULT IN REJECTION change may be made by telegram or letter, propening hour and date specified. 12. Accounting And Appropriation Data (If received and the second	Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified. 12. Accounting And Appropriation Data (If required)									
KIND MOD CODE: 6	ITEM ONLY APPLIES T It Modifies The Contra			tem 14.						
A. This Change Order is Issued Pursual The Contract/Order No. In Item 10				The Ch	anges Set Forth	ı In Item 14 Are Made In				
B. The Above Numbered Contract/Orde Set Forth In Item 14, Pursuant To T	er Is Modified To Reflect		Changes (su	ch as changes i	n paying office,	appropriation data, etc.)				
C. This Supplemental Agreement Is Ent	tered Into Pursuant To Au	thority Of:								
D. Other (Specify type of modification a	and authority) Exercise	Option								
E. IMPORTANT: Contractor is not,	<u> </u>	this document and			copies to the Issu					
14. Description Of Amendment/Modification (Control of the See Second page for Description	organized by OCF section	neadings, includin	g soncitation	contract subje	ct matter where	e reasible.)				
Except as provided herein, all terms and condi		renced in item 9A (or 10A, as hei	retofore change	ed, remains unc	hanged and in full force				
15A. Name And Title Of Signer (Type or print))	DENISE I	MIKA	Of Contracting Y.MIL (586)5	Officer (Type o	r print)				
15B. Contractor/Offeror	15C. Date Signed	16B. Unite	ed States Of A	America		16C. Date Signed				
		Ву		/SIGNED/		2007MAY31				
(Signature of person authorized to sign)	_		(Signature of	Contracting C						
NSN 7540-01-152-8070		30-105-02			STANDARD F	ORM 30 (REV. 10-83)				

CONTINUATION SHEET

Reference No. of Document Being Continued

PIIN/SIIN W56HZV-07-C-0096

MOD/AMD P00021

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Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC

SECTION A - SUPPLEMENTAL INFORMATION

Modification P00021 to W56HZV-07-C-0096

- 1. The purpose of Modification P00021 to Contract W56HZV-07-C-0096 is to exercise an option for 8,998 STS Level of Effort (LOE) hours for work listed on Work Directive(s), M76-813-000 Revision 0, and M76-812-000, Revision 0.
- 2. This option exercise is acquiring 8,998 STS LOE hours on the following CLINs:

CLIN	Prior			This Change		Total
0021AB						
WD: M76-813-000 Revision 0						
Hours		0		8,246		8,246
Estimated Cost	\$	0	\$	669,595	\$	669,595
Materials/ODC's (w/ G&A)	\$	0	\$	2,078,891	\$	2,078,891
Materials/ODC's FCCM	\$	0	\$	208	\$	208
Total Cost	\$	0	\$	2,748,694	\$	2,748,694
Labor Fee	\$	0	\$	61,088	\$	61,088
Materials/ODC's Fee	\$	0	\$	190,218	\$	190,218
Total Fee	\$	0	\$	251,306	\$	251,306
Total CPFF	\$	0	\$	3,000,000	\$	3,000,000
CLIN	Prior			This Change		Total
0021AC	Prior			This Change		Total
	Prior			This Change		Total
0021AC WD: M76-812-000 Revision 0	Prior	0		-		
0021AC WD: M76-812-000 Revision 0 Hours		0	Ś	752	s	752
0021AC WD: M76-812-000 Revision 0 Hours Estimated Cost	\$	0	A 40	752 67,402	\$	752 67,402
0021AC WD: M76-812-000 Revision 0 Hours Estimated Cost Materials/ODC's (w/ G&A)	\$ \$	0	\$	752 67,402 482,278	\$	752 67,402 482,278
0021AC WD: M76-812-000 Revision 0 Hours Estimated Cost Materials/ODC's (w/ G&A) Materials/ODC's FCCM	\$ \$ \$	0 0 0	\$	752 67,402 482,278 48	\$	752 67,402 482,278 48
0021AC WD: M76-812-000 Revision 0 Hours Estimated Cost Materials/ODC's (w/ G&A) Materials/ODC's FCCM Total Cost	\$ \$ \$ \$	0 0 0 0	\$ \$	752 67,402 482,278 48 549,728	\$ \$	752 67,402 482,278 48 549,728
0021AC WD: M76-812-000 Revision 0 Hours Estimated Cost Materials/ODC's (w/ G&A) Materials/ODC's FCCM Total Cost Labor Fee	\$ \$ \$ \$ \$ \$	0 0 0 0	\$ \$ \$	752 67,402 482,278 48 549,728 6,144	\$ \$ \$ \$	752 67,402 482,278 48 549,728 6,144
0021AC WD: M76-812-000 Revision 0 Hours Estimated Cost Materials/ODC's (w/ G&A) Materials/ODC's FCCM Total Cost Labor Fee Materials/ODC's Fee	\$ \$ \$ \$ \$	0 0 0 0 0	\$ \$ \$ \$	752 67,402 482,278 48 549,728 6,144 44,128	\$ \$ \$ \$ \$ \$	752 67,402 482,278 48 549,728 6,144 44,128
0021AC WD: M76-812-000 Revision 0 Hours Estimated Cost Materials/ODC's (w/ G&A) Materials/ODC's FCCM Total Cost Labor Fee	\$ \$ \$ \$ \$ \$	0 0 0 0	\$ \$ \$	752 67,402 482,278 48 549,728 6,144	\$ \$ \$ \$	752 67,402 482,278 48 549,728 6,144

- a. The hours optioned to date are 550,253 leaving 1,949,747 available for future option exercise.
- b. The ODC/Material cost dollar options to date are \$64,843,600.00, leaving \$213,056,400 available for future option exercise.
- c. The option is exercised prior to 19 December 2007.
- 3. The STS LOE option hours exercised under Modification P00021 are at a rate of \$88.61 (\$81.20 for estimated cost and \$7.41 for the contractor's fixed fee) for Work Directives M76-813-000 Revision 0 and a rate of \$97.80 (\$89.63 for estimated cost and \$8.17 for the contractor's fixed fee) for Work Directives M76-812-000 Revision 0.
- 4. The following Precontract Cost Clause which allows recovery of costs incurred in advance of award (22 February 2007, Work Directive M76-812-000 Revision 0) will be included in this modification P00021 as well.
 - --Precontract Cost The Government recognizes that due to the urgency of this program and in anticipation of the issuance of the contract modification, the contractor has or may have incurred costs. Such costs, to a maximum amount of \$500,000.00, to acquire the modification kits, are allowable to the extent that they would have been allowable if incurred after the date of contract award.
- 5. This modification impacts the contract amount. This contractual action increases the total contract amount by \$3,600,000 from the prior amount of \$107,438,334 to a new total of \$111,038,334.

	Prior	This Change	Total
Estimated Cost (including ODCs)	\$ 98,440,061	\$ 3,298,422	\$ 101,738,483
Fixed Fee	\$ 8,998,273	\$ 301,578	\$ 9,299,851
Cost Plus Fixed Fee (including ODCs)	\$107,438,334	\$ 3,600,000	\$ 111,038,334

6. All other terms and conditions of contract W56HZV-07-C-0096 remain unchanged and in full force and effect.

CONTINUATION SHEET

Reference No. of Document Being Continued
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Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC

CONTINUATION SHEET

Reference No. of Document Being Continued PIIN/SIIN W56HZV-07-C-0096

MOD/AMD P00021

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Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS				
0021AB	SERVICES LINE ITEM				\$3,000,000.00
	NOUN: SUPT. 3HBCT/ID AT FT. BENNING PRON: W176F96772 PRON AMD: 02 ACRN: BC AMS CD: 2571				
	START OF WORK: DATE OF SIGNED MODIFICATION COMPLETION DATE: 31 MAY 2008 LEVEL OF EFFORT: 8,246 Hours			Estimated Cost: Fixed Fee: CPFF:	\$ 2,748,694 \$ 251,306 \$ 3,000,000
	MODIFICATION: P00021				
	P00021 Breakdown:				
	Work Directive M76-813-000 Rev. 0				
	Estimated Labor Cost: \$ 669,595 Materials/ODCs: \$ 2,078,891 Materials/ODCs FCCM: \$ 208 Total Cost: \$ 2,748,694 Labor Fee: \$ 61,088 Materials/ODCs: \$ 190,218 Total Fee: \$ 251,306 CPFF: \$ 3,000,000				
	(End of narrative B001)				
	Inspection and Acceptance INSPECTION: Destination				
	Deliveries or Performance DLVR SCH PERF COMPL _REL CD QUANTITY DATE 001 0 31-MAY-2008 \$ 3,000,000.00 \$				

CONTINUATION SHEET

Reference No. of Document Being Continued PIIN/SIIN W56HZV-07-C-0096

MOD/AMD P00021

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Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0021AC	SERVICES LINE ITEM				\$ 600,000.00
	NOUN: M113 FT. RILEY FSR SUPPORT PRON: EH71W112EH PRON AMD: 02 ACRN: AX AMS CD: 13519700000				
	START OF WORK: DATE OF SIGNED MODIFICATION COMPLETION DATE: 29 JUN 2007 LEVEL OF EFFORT: 752 Hours			Estimated Cost: Fixed Fee: CPFF:	\$ 549,728 50,272 600,000
	MODIFICATION: P00021				
	P00021 Breakdown:				
	Work Directive M76-812-000 Rev. 0				
	Estimated Labor Cost: \$ 67,402 Materials/ODCs: \$ 482,278 Materials/ODCs FCCM: \$ 48 Total Cost: \$ 549,728 Labor Fee: \$ 6,144 Materials/ODCs: \$ 44,128 Total Fee: \$ 50,272 CPFF: \$ 600,000				
	(End of narrative B001) Inspection and Acceptance INSPECTION: Destination ACCEPTANCE: Destination				
	Deliveries or Performance PERF COMPL DLVR SCH PERF COMPL _REL CD QUANTITY DATE 001 0 29-JUN-2007				
	\$ 600,000.00				

CONTINUATION SHEET	Reference No. of Document Be	ing Continued	Page 6 of 8
CONTINUATION SHEET	PIIN/SIIN W56HZV-07-C-0096	MOD/AMD P00021	

Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC

- B.1 APPLICABILITY OF FEDERAL EXCISE TAX Federal Excise Tax (FET) is not applicable to the contract items listed elsewhere in Section B of the contract. FET is not to be included in any prices under the contract.
- B.2 CONTRACT DATA PRICE The cost for data requirements of the contract is included within the cost plus fixed fee amounts for each CLIN.
- B.3 BASIC The Government Basic Award shall be 230,380 hours.

	Estimated Hourly	Hourly	Total Cost
	Cost	Fixed Fee	
Bradley Family of Vehicles STS	\$ 96.32	\$ 8.78	\$ 105.10
M113 Family of Vehicles STS	\$ 89.63	\$ 8.17	\$ 97.80
M109/M992 STS	\$ 69.67	\$ 6.36	\$ 76.03
M9ACE STS	\$ 59.25	\$ 5.40	\$ 64.65
CONUS FSR	\$ 68.28	\$ 6.24	\$ 74.52
OCONUS FSR	\$ 58.35	\$ 5.34	\$ 63.69

B.4 OPTION - ADDITIONAL SYSTEM TECHNICAL SUPPORT - In accordance with Paragraph H.10, the Government shall have the option to increase the number of system technical support hours by a maximum of 2,500,000 manhours each year for a maximum of 12,500,000. The allocation of these hours is as follows:

STS Hours optioned to date are 550,253, leaving 1,949,747 available for future base year exercise.

The hourly fixed fee listed below will remain in effect for option hours exercised in the specified time periods. The estimated hourly costs are for planning and budgetary purposes only and will vary from work directive to work directive. The funded amount for each work directive will be determined by the labor mix and Other Direct Costs (ODCs) for that specific effort.

Basic					
			Estimated Hourly	Hourly	Total Cost
	FROM	Through	Cost	Fixed Fee	
a)	Basic Contract Award	19 Dec 2007			
	and base year option				
	Bradley Family of	Vehicles STS	\$ 96.32	\$ 8.78	\$ 105.10
	M113 Family of Veh	nicles STS	\$ 89.63	\$ 8.17	\$ 97.80
	M109/M992 STS		\$ 69.67	\$ 6.36	\$ 76.03
	M9ACE STS		\$ 59.25	\$ 5.40	\$ 64.65
	CONUS FSR		\$ 68.28	\$ 6.24	\$ 74.52
	OCONUS FSR		\$ 58.35	\$ 5.34	\$ 63.69
Option #1					
			Estimated Hourly	Hourly	Total Cost
	FROM	Through	Cost	Fixed Fee	
b)	20 Dec 2007	19 Dec 2008			
	Bradley Family of	Vehicles STS	\$ 98.98	\$ 9.02	\$ 108.00
	M113 Family of Veh	nicles STS	\$ 92.21	\$ 8.40	\$ 100.61
	M109/M992 STS		\$ 73.36	\$ 6.69	\$ 80.05
	M9ACE STS		\$ 62.34	\$ 5.68	\$ 68.02
	CONUS FSR		\$ 69.96	\$ 6.39	\$ 76.35
	OCONUS FSR		\$ 59.91	\$ 5.48	\$ 65.39
Option #2					
			Estimated Hourly	Hourly	Total Cost
	FROM	Through	Cost	Fixed Fee	
c)	20 Dec 2008	19 Dec 2009			
	Bradley Family of	Vehicles STS	\$ 107.19	\$ 9.76	\$ 116.95
	M113 Family of Veh	nicles STS	\$ 100.54	\$ 9.15	S 109.69
	M109/M992 STS		\$ 80.86	\$ 7.37	\$ 88.23
	M9ACE STS		\$ 68.68	\$ 6.26	\$ 74.94
	CONUS FSR		\$ 74.65	\$ 6.82	\$ 81.47
	OCONUS FSR		\$ 63.79	\$ 5.83	\$ 69.62

COI	CONTINUATION SHEET			Reference No. of Document Being Continued						
COI	NIINUAIION SE	LEE I	PIIN/SIIN	W56HZV-07-C-	0096	MOD/AMD P00021				
Name of Off	eror or Contractor: B	AE SYSTEMS	LAND & ARMAMENT	AND & ARMAMENTS INC						
otion #3										
				Estir	mated Hourly	Hourly	Total Cost			
	FROM	Thr	ough	Cost		Fixed Fee				
d)	20 Dec 2009	19 D	ec 2010							
	Bradley Famil	y of Vehic	les STS	\$ 109	9.88	\$10.01	\$ 119.89			
	M113 Family o	of Vehicles	STS	\$ 103	3.19	\$ 9.39	\$ 112.58			
	M109/M992 STS	3		\$ 84	1.34	\$ 7.69	\$ 92.03			
	M9ACE STS			\$ 72	L.72	\$ 6.54	\$ 78.26			
	CONUS FSR			\$ 78	3.42	\$ 7.16	\$ 85.58			
	OCONUS FSR			\$ 67	7.96	\$ 6.21	\$ 74.17			
ption #4										
				Estir	mated Hourly	Hourly	Total Cost			
	FROM	Thr	ough	Cost		Fixed Fee				
e)	20 Dec 2010	19 D	ec 2011							
	Bradley Famil	y of Vehic	les STS	\$ 113	3.22	\$10.31	\$ 123.53			
	M113 Family o	of Vehicles	STS	\$ 106	5.56	\$ 9.70	\$ 116.26			
	M109/M992 STS	3		\$ 86	5.75	\$ 7.91	\$ 94.66			
	M9ACE STS			\$ 74	1.06	\$ 6.75	\$ 80.81			
	CONUS FSR			\$ 80).52	\$ 7.36	\$ 87.88			
	OCONUS FSR			\$ 69	9.77	\$ 6.38	\$ 76.15			

Solely for the purpose of determining the Estimated hourly rates most likely usage of man hours follow. The Government reserves the right to divert from estimates.

a)	Basic base year option	2,500,000	man-hours
b)	Option Year 1	2,500,000	man-hours
c)	Option Year 2	2,500,000	man-hours
d)	Option Year 3	2,500,000	man-hours
e)	Option Year 4	2,500,000	man-hours

B.5 The Contractor may propose material and other direct costs plus additives to this contract based on support within the work directives. The estimated costs at the time of the work directive award will have a fixed fee amount attached as 9.14% of costs. STS material and other direct cost dollars optioned to date are \$64,843,600, leaving \$213,056,400 available for future options. exercises.

*** END OF NARRATIVE B 0001 ***

					Reference No. of Doo	cun	nent Being Continued		Page 8 of 8			
	CONTINUATION SHEET			PIIN/SIIN W56HZV-07-C-0096		MOD/AMD P00	MOD/AMD P00021					
Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC												
ECTION	G - CONTRACT ADMINIS	STRATION	DATA									
	PRON/											
INE	AMS CD/		OBLG STAT/				INCREASE/DECREASE		CUMULATIVE			
EM_	MIPR	<u>ACRN</u>	JOB ORD NO		PRIOR AMOUNT		AMOUNT		AMOUNT			
21AB	W176F96772	BC	1	\$	0.00	\$	3,000,000.00	\$	3,000,000.00			
	2571											
21AC	EH71W112EH	AX	1	\$	0.00	\$	600,000.00	\$	600,000.00			
	13519700000		7LEBCT									
					NET CHANGE	\$	3,600,000.00					
ERVICE	NET CHANGE						ACCOUNTING		INCREASE/DECREASI			
IAME	BY ACRN	ACCO	UNTING CLASS	IFICATI	ON		STATION		AMOUNT			
my	AX	21	720200000761	D8030P1	351972512 S20113		W56HZV	\$	600,000.00			
rmy	BC	21	720200000761	в6ван25	710002571 S11173		W52P1J	\$	3,000,000.00			
							NET CHANGE	Ś	3,600,000.00			

	PRIOR AMOUNT	INCREASE/DECREASE	CUMULATIVE
	OF AWARD	AMOUNT	OBLIG AMT
NET CHANGE FOR AWARD:	\$ 107,438,334.00	\$ 3,600,000.00	\$ 111,038,334.00

<u>ACRN</u>	EDI ACCOUNTING CLASSIFICATION					
AX	21	070720200000	S20113	76D8030135197000002512	7LEBCTS20113	W56HZV
BC	21	070720200000	S11173	76B6BAH257100000002571MIPR7FDATTAMLA7H3LMBS11173		